

## **EXHIBIT C**

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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**In re Application of GORSOAN LIMITED  
and GAZPROMBANK OJSC for an Order  
Pursuant to 28 U.S.C. § 1782 to Conduct  
Discovery for Use in a Foreign Proceeding.**

Case No.: 17-cv-5912  
ECF Case

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**DECLARATION OF CAROLINE DONOVAN**  
**FOR GORSOAN'S ATTORNEYS' FEES AND COSTS**

I, Caroline S. Donovan, an attorney duly admitted to practice *pro hac vice* before this Court hereby declare pursuant to 28 U.S.C. § 1746, as follows:

1. I am an associate with the law firm Foley Hoag LLP, and one of the attorneys for Petitioners Gorsoan Limited (“Gorsoan Ltd.”) and Gazprombank OJSC (“Gazprombank” and with Gorsoan Ltd., “Gorsoan”).

2. I submit this declaration in connection with the hearing held on April 17, 2018, at which the Court directed that Respondent Janna Bullock (“Bullock”) “should be sanctioned for the cost of the deposition, the cost of these proceedings today, and the correspondence that led up to today.” Dkt. No. 37, Apr. 17, 2018 Tr. 56:22-24.

3. All attorney time was recorded on a contemporaneous basis. At all times relevant to the work addressed in this declaration, my hourly billing rate was \$530,<sup>1</sup> Kenneth Leonetti’s was \$780, and Thomas Bevilacqua’s was \$540. Contemporaneous time entries for the relevant activities are included here as Exhibit 1.

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<sup>1</sup> In its December 23, 2016 order concerning an earlier motion for fees and costs by Gorsoan, the Court exercised its discretion and applied an hourly rate of \$450 for Ms. Donovan’s time. Dkt. No. 86. Given those proceedings occurred approximately 1.5 years ago, Gorsoan respectfully requests that Ms. Donovan’s \$530 rate be applied.

4. Fees and costs in connection with the February 6, 2018 deposition: Between February 1 and February 5, 2018, I spent 11.1 hours preparing for the deposition of Ms. Bullock. On February 6, 2018, I spent 10.8 hours preparing for, taking, and following-up to the deposition of Ms. Bullock. My fees in connection with the deposition were \$ 11,607. In addition, Gorsoan incurred costs in connection with the court reporter and videographer of \$2,215.80 and \$1,345, respectively, totaling \$3,560.80, which invoices are included as Exhibits 2 and 3. The total fees and costs in connection with the deposition are \$ 15,167.80. *See* Ex. 1.

5. Fees and costs in connection with the April 17, 2018 hearing: On April 15, 2018, I spent 4.3 hours preparing for the hearing scheduled for April 17, 2018. On April 17, 2018, I spent 7.1 hour preparing for, attending, and following-up to the hearing before this Court. My fees in connection with the hearing were \$ 6,042. *See* Ex. 1.

6. Fees and costs in connection with the correspondence prior to the hearing on April 17, 2018: Between February 7 and February 8, 2018, I spent 2.7 hours in follow-up to the deposition, conferring internal and with opposing counsel and drafting a letter to the Court (Dkt. No. 19) concerning the suspended deposition. Between February 22 and February 23, 2018, I spent 2.1 hours drafting a letter to the Court (Dkt. No. 21) in follow-up to the suspended deposition, including conference with opposing counsel. On March 8 and March 9, 2018, I spent 2.4 hours drafting a subsequent letter to the Court (Dkt. No. 23), including conference with opposing counsel. Between March 25 and March 28, 2018, I spent 5.1 hours drafting a subsequent letter to the Court (Dkt. No. 25), including conference with opposing counsel. My total fees in connection with that correspondence is \$ 6,519. *See* Ex. 1.

7. Between February to present, Mr. Leonetti spent 7.4 hours advising and conferring on the deposition of Ms. Bullock and the follow-up thereto. Mr. Bevilacqua spent 1.7

hours in connection with the March 30, 2018 letter to the Court (Dkt. No. 25). Mr. Leonetti's total fees were \$ 5,772 and Mr. Bevilacqua's were \$ 918. *See* Ex. 1.

8. Gorsoan also incurred attorneys' fees in connection with Ms. Bullock's earlier failure to attend the deposition scheduled for November 21, 2017, including 6.6 hours of my time on December 1, 2017, when I attended and prepared for the December 1 hearing before this Court. My fees in connection with the hearing were \$ 3,498. *See* Ex. 1.

9. Since the April 17, 2018 hearing, Gorsoan has continued to incur attorneys' fees and costs in connection with the resolution of this matter, which will be the subject of a separate, later request.

I declare pursuant to 28 U.S.C. § 1746 under the pains and penalties of perjury that the foregoing is true and correct.

/s/ Caroline S. Donovan  
Caroline S. Donovan

DATED: May 21, 2018  
Boston, Massachusetts

**CERTIFICATE OF SERVICE**

I, Caroline S. Donovan, hereby certify that on May 21, 2018, I caused a true copy of the foregoing document to be filed through the ECF system, and accordingly, the document will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF).

Dated: May 21, 2018

/s/ Caroline S. Donovan

Caroline S. Donovan

## **EXHIBIT 1**

<b>Work Date</b>	<b>Attorney</b>	<b>Narrative</b>	<b>Hours</b>	<b>Fees</b>
12/01/17	Donovan	Prepared for and attended hearing.	6.6	3,498.00
02/01/18	Donovan	Prepare for deposition of J. Bullock.	1.0	530.00
02/05/18	Donovan	Preparing for deposition of J. Bullock.	10.1	5,353.00
02/06/18	Donovan	Preparing for, taking, and following-up to the deposition of J. Bullock.	10.8	5,724.00
02/07/18	Donovan	Electronic correspondence to I. Urzhumov and K. Leonetti regarding follow-up to deposition; teleconference with M. Tremonte regarding status update; draft joint letter to the Court and electronic correspondence to opposing counsel for review; draft summary of deposition, and electronic correspondence to I. Urzhumov conveying same.	1.8	954.00
02/08/18	Donovan	Electronic correspondence and teleconference with M. Cuccaro and M. Tremonte regarding letter to the Court.	0.9	477.00
02/22/18	Donovan	Draft letter to opposing counsel concerning suspended deposition.	.9	477.00

02/23/18	Donovan	Draft joint letter to the Court and electronic correspondence with opposing counsel concerning negotiation and finalization of same for filing.	1.2	636.00
03/08/18	Donovan	Drafting joint letter to the Court and electronic correspondence conveying same to K. Leonetti, I. Urzhumov, and M. Stewart with follow-up including correspondence to opposing counsel; teleconference with I. Urzhumov regarding matter developments.	2.1	1,113.00
03/09/18	Donovan	Electronic correspondence with M. Tremonte concerning joint letter, and finalize and file same.	0.3	159.00
03/25/18	Donovan	Draft discovery dispute letter brief, and electronic correspondence concerning same with K. Leonetti and I. Urzhumov.	2.8	1,484.00
03/28/18	Donovan	Revise discovery dispute letter, including review of deposition.	2.3	1,113.00
04/15/18	Donovan	Prepare for 4/17 hearing.	4.3	2,279.00



4/17/18	Donovan	Hearing before J. Sullivan, and preparation for and follow-up to same.	7.1	3,763.00
		<b>Total</b>	<b>52.2</b>	<b>27,560.00</b>

<b>Work Date</b>	<b>Attorney</b>	<b>Narrative</b>	<b>Hours</b>	<b>Fees</b>
02/06/18	Leonetti	Email exchanges and telephone conferences with C. Donovan regarding issues from J. Bullock deposition.	0.5	390.00
02/07/18	Leonetti	Conference with C. Donovan regarding next steps following J. Bullock deposition; email exchanges with C. Donovan and I. Urzhumov regarding same; review and revising letter to court regarding report on J. Bullock deposition.	0.7	546.00
02/08/18	Leonetti	Email exchanges with C. Donovan regarding J. Bullock revisions to joint report to Court.	0.2	156.00
02/22/18	Leonetti	Review and revising letter to M. Tremonte regarding J. Bullock discovery deficiencies; conference with C. Donovan regarding same.	0.4	312.00
02/23/18	Leonetti	Review and revising letter to court regarding status of discovery; conferences with C. Donovan regarding same.	0.7	546.00
02/28/18	Leonetti	Conferences with C. Donovan regarding results of call with J. Bullock's lawyer regarding production of additional documents and suggested strategy for dealing with same.	0.5	390.00

03/01/18	Leonetti	Conference and email exchanges with C. Donovan regarding options in dealing with demand for additional document production and J. Bullock deposition, including proposed response to Tremonte.	0.5	390.00
03/08/18	Leonetti	Review and revising letter to court regarding J. Bullock discovery; email exchanges with C. Donovan, I. Urzhumov regarding same and Bullock accounts.	0.6	468.00
03/09/18	Leonetti	Email exchanges with C. Donovan regarding letter to court regarding open issues with J. Bullock discovery; email exchanges with C. Donovan, I. Urzhumov regarding attempt to uncover additional J. Bullock assets.	0.4	312.00
03/12/18	Leonetti	Conferences with C. Donovan regarding discovery issues and response to court order.	0.3	234.00
03/21/18	Leonetti	Conference with M. Stewart regarding issues with regard to potential attachment of real estate sale proceeds and review memo and analysis with regard to same.	0.6	468.00
03/28/18	Leonetti	Review and revising letter to Court regarding motion to compel and email exchanges with C. Donovan regarding same.	0.3	234.00

03/30/18	Leonetti	Telephone conference and email exchanges with C. Donovan regarding letter to court on discovery dispute and review J. Bullock revisions to same.	0.6	468.00
04/04/18	Leonetti	Telephone conference with C. Donovan, I. Urzhumov regarding next steps with regard to J. Bullock discovery and case strategy; review court order on request for motion to compel and email exchange with C. Donovan regarding same.	0.8	624.00
04/09/18	Leonetti	Email exchange C. Donovan regarding draft communication to Judge Sullivan and conference with Caroline regarding issues in connection with confidentiality treatment of deposition transcript.	0.3	234.00
<b>Total</b>			<b>7.4</b>	<b>5,772.00</b>

<b>Work Date</b>	<b>Attorney</b>	<b>Narrative</b>	<b>Hours</b>	<b>Fees</b>
03/27/18	Bevilacqua	Review and propose revisions to letter to court re discovery deficiencies and confer with I. Urzhumov re same ; emails to/from C. Donovan ; review final draft prepared by C. Donovan.	1.7	918.00
		<b>Total</b>	<b>1.7</b>	<b>918.00</b>

## **EXHIBIT 2**

# GREGORY EDWARDS

WORLDWIDE COURT REPORTING • GLOBAL REACH WITHOUT COMPROMISE

• Remittance Address: 400 Virginia Ave., SW • Suite C 120 • Washington, DC 20024 •



## INVOICE

GE-FOB NYC

Date	Invoice #
3/9/2018	112830

Bill To
Foley Hoag LLP 155 Seaport Blvd Boston, MA 02210-2600 Attn: Accounts Payable

Ship To
Foley Hoag LLP 155 Seaport Blvd Boston, MA 02210-2600 Attn: Marcia Feldman

GE Job No.	Due Date	Rep	Account #	Ship Via:	Client Project/Billing Information
020618-AAJ	4/9/2018	JN	FolH	Federal Express	In re: App of Gorsoan Ltd

February 6, 2018 - New York, NY  
Deponent: Janna Bullock

Certified original transcript of Janna Bullock

Provide PTX, TXT and PDF transcript files - Fee Waived  
Provide manuscript - Fee Waived  
Rough ASCII provided

Errata sheet preparation and distribution  
Secure GE cloud server access (transcripts/exhibits) - Fee Waived

It is a pleasure working with you!

Payment is due on receipt of invoice. After 30 days the unpaid balance, if any, shall bear interest at the rate of 1.5 percent per month or the highest rate permitted by law. In any action taken to collect amounts due and owing GregoryEdwards, LLC, GregoryEdwards, LLC shall be entitled to recover, and customer agrees to pay, GregoryEdwards, LLC counsel fees, including contingency fees, and costs of suit.

EIN: 52-2360813

<b>Subtotal</b>	\$2,215.80
<b>Sales Tax (0.0%)</b>	\$0.00
<b>Total</b>	\$2,215.80
<b>Balance Due</b>	\$2,215.80

## **EXHIBIT 3**



# GREGORY EDWARDS

WORLDWIDE COURT REPORTING • GLOBAL REACH WITHOUT COMPROMISE

• Remittance Address: 400 Virginia Ave., SW • Suite C 120 • Washington, DC 20024 •



## INVOICE

GE-FOB NYC

Date	Invoice #
3/9/2018	112832

Bill To
Foley Hoag LLP 155 Seaport Blvd Boston, MA 02210-2600 Attn: Accounts Payable

Ship To
Foley Hoag LLP 155 Seaport Blvd Boston, MA 02210-2600 Attn: Marcia Feldman

GE Job No.	Due Date	Rep	Account #	Ship Via:	Client Project/Billing Information
020618-AAJ	4/9/2018	JN	FolH	Federal Express	In re: App of Gorsoan Ltd

February 6, 2018 - New York, NY

Deponent: Janna Bullock

Video Services

Videographer's first two hour appearance fee

Videographer's hourly appearance fee

Video mpegs flat daily rate

English language video synchronization (per video file)

Create master USB - fee waived

It is a pleasure working with you!

Payment is due on receipt of invoice. After 30 days the unpaid balance, if any, shall bear interest at the rate of 1.5 percent per month or the highest rate permitted by law. In any action taken to collect amounts due and owing GregoryEdwards, LLC, GregoryEdwards, LLC shall be entitled to recover, and customer agrees to pay, GregoryEdwards, LLC counsel fees, including contingency fees, and costs of suit.

EIN: 52-2360813

<b>Subtotal</b>	\$1,345.00
<b>Sales Tax (0.0%)</b>	\$0.00
<b>Total</b>	\$1,345.00
<b>Balance Due</b>	\$1,345.00